

STATE OF MAINE

ARTICLES OF MERGER

OF

MAINE
SECRETARY OF STATE
FILED

February 28, 1986

BLUE TEE ACQUISITION CORP.
A MAINE CORPORATION

INTO

GOLD FIELDS AMERICAN INDUSTRIES, INC.
A MAINE CORPORATION

For B: The
y of State
(80824D)
File No. 860803D
Fee Paid \$630. - \$25.00
C. B. -----
Date 2-28-86
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Pursuant to 13-A MRSA §903, the undersigned corporations, adopt the following Articles of Merger:

FIRST: The plan of merger is set forth in Exhibit A attached hereto and made a part hereof.

SECOND: As to each participating corporation, the shareholders of which voted on such plan of merger, the number of shares outstanding and the number of shares entitled to vote on such plan, and the number of such shares voted for and against the plan as follows:

Name of Corporation	Number of Shares Outstanding	Number of Shares Entitled to Vote	Voted For	Voted Against
Blue Tee Acquisition Corp.	700,000	700,000	700,000	0
Gold Fields American Industries, Inc.	1,126	1,126	1,126	0

THIRD: If the shares of any class were entitled to vote as a class, the designation and number of the outstanding shares of each such class, and the number of shares of each such class voted for and against the plan, are as follows:

Name of Corporation	Designation of Class	Number of Shares	Voted For	Voted Against
Blue Tee Acquisition Corp.	Class C Common Stock	490,000	490,000	0
	Class B Common Stock	210,000	210,000	0

(Include the following paragraph if the merger was authorized without the vote of the shareholders of the surviving corporation. Omit if not applicable.)

FOURTH: The plan of merger was adopted by the participating corporation which is to become the surviving corporation in the merger without any vote of its shareholders, pursuant to section 902, subsection 5. The number of shares of each class outstanding immediately prior to the effective date of the merger, and the number of shares of each class to be issued or delivered pursuant to the plan of merger of the surviving corporation are set forth as follows:

Designation of Class	Number of Shares Outstanding Immediately Prior to Effective Date of Merger	Number of Shares to Be Issued Or Delivered Pursuant To The Merger
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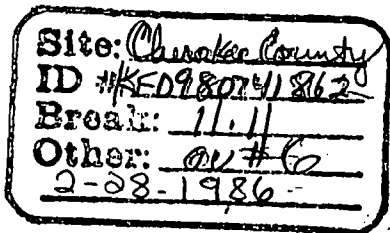
FIFTH: The address of the registered office in Maine of the Blue Tee Acquisition Corp.
herein designated as the merged corporation, is 1 Memorial Circle, Augusta, Maine
(street, city, state and zip code)The address of the registered office in Maine of Gold Fields American Industries,
herein designated as the surviving corporation, is 477 Congress Street, Portland, Maine
(street, city, state and zip code)

SIXTH: Effective date of the merger (if other than date of filing of Articles) is _____

(Not to exceed 60 days subsequent to filing date of Articles)

40064285
SUPERFUND RECORDS

BT022



Dated: February 28, 1986

I certify that I have custody of the minutes
showing the above action by the shareholders of
Gold Fields American Industries, Inc.

(name of corporation)

Vicent Filippone

(clerk, secretary or asst. secretary)
Vicent Filippone

I certify that I have custody of the minutes
showing the above action by the shareholders of

Blue Tee Acquisition Corp.

(name of corporation)

Glenn A. Smith

(clerk, secretary or asst. secretary)

Glenn A. Smith, Secretary

Gold Fields American Industries, Inc.

surviving corporation

By Richard A. Secrist

Richard A. Secrist, President

(type or print name and capacity)

By Vincent Filippone

Vincent Filippone

(type or print name and capacity)

Blue Tee Acquisition Corp.

merged corporation

By Richard A. Secrist

Richard A. Secrist, President

(type or print name and capacity)

By Glenn A. Smith

Glenn A. Smith, Secretary

(type or print name and capacity)

* The name of the corporation should be typed, and the document must be signed by (1) the Clerk or (2) by the President or a vice-president and by the Secretary or an assistant secretary or such other officer as the bylaws may designate as a second certifying officer or (3) if there are no such officers, then by a majority of the directors or by such directors as may be designated by a majority of directors then in office or (4) if there are no such directors, then by the holders, or such of them as may be designated by the holders, of record of a majority of all outstanding shares entitled to vote thereon or (5) by the holders of all of the outstanding shares of the corporation.